

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SHAOXUAN ZHANG, derivatively on
behalf of ATERIAN, INC.,

Plaintiff,

v.

YANIV SARIG, FABRICE HAMAIDE,
ARTURO RODRIGUEZ, BARI A.
HARLAM, WILLIAM KURTZ, GREG
B. PETERSEN, and AMY VON
WALTER,

Defendants,

and

ATERIAN, INC.,

Nominal Defendant.

Case No. 1:21-cv-08657-VM
Master Case No. 1:21-cv-04323

MICHAEL SELLER, Derivatively on
behalf of ATERIAN, INC.,

Plaintiff,

v.

YANIV SARIG, FABRICE HAMAIDE,
GREG B. PETERSEN, BARI A.
HARLAM, AMY VON WALTER, AND
WILLIAM KURTZ,

Defendants,

-and-

ATERIAN, INC., a Delaware
corporation,

Nominal Defendant.

Case No. 1:21-cv-08733-VM
Master Case No. 1:21-cv-04323

**ORDER DECONSOLIDATING SHAREHOLDER DERIVATIVE ACTIONS
FROM RELATED SECURITIES CLASS ACTION, REOPENING
DERIVATIVE ACTIONS, AND CONSOLIDATING DERIVATIVE ACTIONS**


Upon review of letter application (the “Letter”) by counsel for plaintiffs Shaoxuan Zhang and Michael Sheller in the above-captioned shareholder derivative actions, captioned *Zhang v. Aterian, Inc., et al.*, Case No. 1:21-cv-08657 (the “*Zhang* Action”) and *Sheller v. Aterian, Inc., et al.*, Case No. 1:21-cv-08733 (the “*Sheller* Action”), seeking, *inter alia*, deconsolidation of the *Zhang* Action and the *Sheller* Action from a related securities class action, captioned *Nolff, et al. v. Aterian, Inc., et al.*, Case No. 1:21-cv-04323 (the “Securities Class Action”); and after due deliberation thereon; this Court determines that the legal and factual bases set forth in the Letter establish just cause for the deconsolidation of the *Zhang* Action and the *Sheller* Action from the Securities Class Action. The Parties must coordinate discovery and other pretrial proceedings to the greatest extent possible in these Actions.

Furthermore, upon consideration of the Letter’s request that the *Zhang* Action and the *Sheller* Action be consolidated for all purposes into a consolidated derivative action; and after due deliberation thereon, having reviewed the complaints and other papers filed with the Court in the *Zhang* Action and the *Sheller* Action; this Court determines that in all material respects the papers describe substantially similar underlying events arising out of the same or similar operative facts, and that the parties in the *Zhang* Action and the *Sheller* Action are substantially the same parties, establishing just cause for the consolidation of the *Zhang* Action and the *Sheller* Action into a consolidated derivative action. Accordingly, it is HEREBY ORDERED THAT:

1. The *Zhang* Action, captioned *Zhang v. Aterian, Inc., et al.*, Case No. 1:21-cv-08657, is hereby deconsolidated from the Securities Class Action, captioned *Nolff, et al. v. Aterian, Inc., et al.*, Case No. 1:21-cv-04323;
2. The *Zhang* Action, captioned *Zhang v. Aterian, Inc. et al.*, Case No. 1:21-cv-08657, is hereby reopened as an active matter before the Court;
3. The *Sheller* Action, captioned *Sheller v. Aterian, Inc., et al.*, Case No. 1:21-cv-08733, is hereby deconsolidated from the Securities Class Action, captioned *Nolff, et al. v. Aterian, Inc., et al.*, Case No. 1:21-cv-04323;
4. The *Sheller* Action, captioned *Sheller v. Aterian, Inc., et al.*, Case No. 1:21-cv-08733, is hereby reopened as an active matter before the Court for the limited purpose of the entry of this Order;
5. The above-captioned *Zhang* Action and *Sheller* Action are consolidated for all purposes;
6. All filings in connection with the consolidated derivative action shall be docketed against the lower numbered case, Case No. 1:21-cv-08657; and
7. Following the consolidation of the *Zhang* Action and the *Sheller* Action, the referenced higher numbered case, 1:21-cv-08733, shall be closed and removed from the Court's docket.

SO ORDERED:

Dated: November 3, 2021



Victor Marrero
U.S.D.J.